

DAVIDOFF HUTCHER & CITRON LLP

*Proposed Attorneys for the Debtor*

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Robert L. Rattet, Esq.

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:

Chapter 11

MADISON 33 PARTNERS, LLC,

Case No. 24-22500 (PB)

Debtor.

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**DECLARATION OF DISINTERESTEDNESS**

JONATHAN S. PASTERNAK, declares under penalty of perjury:

1. I am an attorney duly admitted to practice before this Court and am a partner of Davidoff Hutcher & Citron LLP (“DHC”), 605 Third Avenue, New York, New York 10158.

2. I submit this Declaration in support of the Application of the above-captioned debtor and debtor-in-possession (the “Debtor”) to Employ and Retain DHC as Attorneys for the Debtor in connection with the above-captioned Chapter 11 case on the terms set forth in the accompanying Application.

3. Neither I, nor DHC or any attorney at DHC has any connection with the Debtor, its creditors, or any other party in interest herein or their respective attorneys. Furthermore, as stated below, neither I nor DHC or any attorney at DHC is a pre-petition creditor of the Debtor.

4. Based upon all of the foregoing, I respectfully submit that DHC does neither hold nor represent any interest adverse to the Debtor herein or its estate, in the matters upon which it is to be engaged.

5. DHC shall make proper application to the Court for compensation for the services rendered to the Debtor in this proceeding pursuant to sections 330 and 331 of the Bankruptcy Code.

**Disinterestedness**

6. To the best of my knowledge, the law firm of DHC is a disinterested person within the meaning of § 101(14) of the Bankruptcy Code in that its members and associates (a) are not creditors, equity security holders or insiders of the Debtor, (b) are not and were not within two years before the filing date of this case, a director, officer or employee of the Debtor, (c) do not have an interest materially adverse to the interest of the estate, or any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with, or interest in the Debtor, or for any other reason.

**Disclosure Procedures**

7. In preparing this Declaration, a conflict search was conducted which compared a list of the Debtor's known creditors, landlords, parties to executory contracts, members, directors, officers, and financial institutions, and the U.S. Trustee for Region 2, and members of his office (the “Potential Party List”) against DHC’s database of all existing and prior matters and contacts (the “Database”). No parties on the Potential Party List were identified by Deponent as current or former clients of the firm, nor are they related in any way to this Chapter 11 case.

8. In addition, neither DHC, your Deponent nor any attorney or employee at DHC has any connection with any judge in this Court or at the Court’s clerk’s office. Moreover, neither DHC, your Deponent nor any attorney or employee at DHC has any connection with anyone in Hon. Philip Bentley’s chambers.

9. Insofar as I have been able to ascertain, DHC is a disinterested party within the meaning of section 101(14) of the Bankruptcy Code, holds nor represents any adverse interest

to and has no connections to the Debtor, the Debtor's estate, its creditors or any other party in interest herein or their respective attorneys and accountants with respect to matters for which DHC is to be engaged, other than as specifically set forth above.

10. DHC is not aware of any past or present relationship that would disqualify DHC from representing the Debtor.

**Billing Rates**

11. DHC's billing rates for 2024 are as follows:

Attorneys -	\$475 to \$825 per hour
Legal Assistants/ Paralegals -	\$195 to \$275 per hour

12. DHC shall promptly notify the Court and the Debtor, with a copy to the Office of the U.S. Trustee and any committee appointed in the Chapter 11 case, of all changes in DHC's billing rates.

13. Prior to the Petition Date, Yitzchak Tessler on behalf of the Debtor, paid a \$25,000 retainer to DHC for services to be rendered in the Chapter 11 Case, and promised to pay DHC another \$25,000 on or before July 1, 2024. A Lar Dan Declaration further detailing this third-party payment of the retainer to DHC is annexed hereto as **Exhibit "C"**.

14. Deponent nor Deponent's firm neither holds nor represents any adverse interest to the Debtor or its estate on matters in which Deponent seeks to be retained.

15. DHC has agreed not to share compensation received in connection with the Debtor's proceedings with any other entity, except as permitted under the Bankruptcy Code for sharing among members and associates of DHC.

**WHEREFORE**, your Deponent respectfully requests the entry of the order annexed to the Application as **Exhibit "A"**, together with such other and further relief as is proper.

Dated: New York, New York  
June 17, 2024

/s/ Jonathan S. Pasternak  
Jonathan S. Pasternak